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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 15 PM 3:05

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

600002525416-4
-05/15/98--01072--001
*****35.00 *****35.00

CORPORATION(S) NAME

Tire and Auto Holdings, Inc.

Changing name to:

Parts America, Inc.

☐ Profit

☐ NonProfit

☐ Limited Liability Co.

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Certified Copy

☐ Call When Ready

☒ Walk In

☐ Mail Out

☒ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

☐ Photo Copies

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DIVISION OF CORPORATIONS

N.C.
5-15-98
CC

APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA

SECTION I (1-3 must be completed)

1. Tire and Auto Holdings, Inc.
Name of corporation as it appears within the records of the Department of State.

2. Incorporated under laws of: Delaware

3. Date authorized to do business in Florida: December 26, 1989

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SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

April 15, 1998

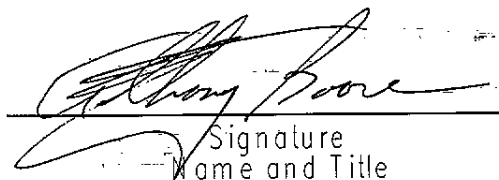
5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

Parts America, Inc.

6. If the amendment changes the period of duration, indicate new period of duration.

No Change

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.


Signature
Name and Title

Anthony Boone, Secretary

May 12, 1998
Date

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "TIRE AND AUTO HOLDINGS, INC.", CHANGING ITS NAME FROM "TIRE AND AUTO HOLDINGS, INC." TO "PARTS AMERICA, INC.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF APRIL, A.D. 1998, AT 4:30 O'CLOCK P.M. _____



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

AUTHENTICATION:

2216735 8100

DATE:

9079706

981184469

05-13-98

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

TIRE AND AUTO HOLDINGS, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of TIRE AND AUTO HOLDINGS, INC., by the unanimous written consent of its members, filed with the minutes of the board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that Article I of the Certificate of Incorporation of TIRE AND AUTO HOLDINGS, INC. be amended to read as follows:

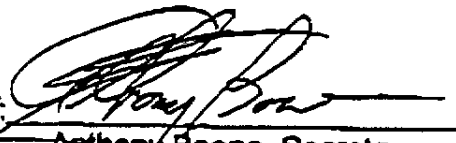
The name of the Corporation is Parts America, Inc., hereinafter referred to as the "Corporation."

SECOND: That in lieu of a meeting and vote of stockholders, the sole stockholder has given its written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That said amendment was duly adopted in accordance with the provisions of Sections 242, 141 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, TIRE AND AUTO HOLDINGS, INC. has caused this certificate to be signed by its Secretary, this 9th day of April, 1998.

TIRE AND AUTO HOLDINGS, INC.

BY: 
Anthony Boone, Secretary